

N13000006154

J. Wood
17832 Glenapp Dr
Land O' Lakes, Fl. 34638

(Address)

(City/State/Zip/Phone #)

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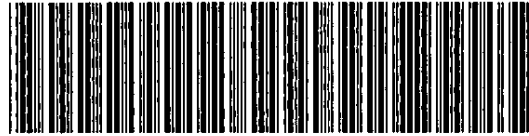
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T. Burch JUL 9 2013

ARTICLES OF INCORPORATION
OF
James Wood Ministries, Inc.

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TALLAHASSEE, FLORIDA

I, the undersigned and natural person, who is a citizen of the State of Florida, and who is of the age of 18 years or more, acting as incorporator of a corporation under the Florida Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME: The name of this corporation is James Wood Ministries, Inc.

A. ARTICLE II. PURPOSE: The corporation is organized exclusively for charitable, religious and educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, specifically including the following, as way of example and not of limitation:

1. Conducting any and all lawful activities normally associated with the operation of a Christian ministry:
 - a. Publicly proclaiming the Gospel of Christ, through preaching, teaching, and exhortation; through musical, theatrical, artistic, performance and multimedia presentations; and through public radio and television broadcasting;
 - b. Organizing, operating, and coordinating activities, events, and organizations for the interaction of associated members, ministers, missionaries, religious workers, ministries, missions, churches, and related organizations;
 - c. Promoting, publishing, or sponsoring publication of written materials in furtherance of the Kingdom of God;
2. To raise monetary support by soliciting charitable donations, tithes, and offerings; by collecting dues from associated members, ministers, missionaries, religious workers, ministries, missions, churches, and related organizations; by selling books, tapes, magazines, publications, written materials, video materials, or other item related to Christian living and the Gospel of Christ in any and all mediums; and

3. To receive and maintain a fund or funds of real or personal property, both tangible or intangible, or both, and subject to the restrictions and limitations herein set forth to apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be amended.

ARTICLE III. LIMITATIONS: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV. DISSOLUTION: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V. PRINCIPAL OFFICE: The street address of the principle office of the corporation is 17832 Glennap Drive, Land O' Lakes, Fl. 34638.

ARTICLE VI. BOARD OF DIRECTORS: Management of the affairs of the corporation is to be vested in its Board of Directors. The manner of election of Board members and their terms, along with the requirements for Board membership, shall be set forth in the bylaws of the corporation.

The number of directors, which must be a minimum of three, that constitutes the initial Board of Directors and the names and addresses of the persons who are qualified to serve as directors until the first annual meeting or until their successors are elected and qualified are set forth below:

- A. James Wood, 17832 Glennap Drive, Land O' Lakes, Fl. 34638
- B. Taylor Scott, 6918 Gunn Highway, Tampa, Fl. 33625
- C. Staton Grant, 1032 Jacob Way, Odessa, Fl. 34556
- D. Kathy Jodrey, 11433 Glenmont Drive, Tampa, Fl. 33635

ARTICLE VII. INDEMNIFICATION:

- A. The company shall indemnify every Incorporator and Director, and the Incorporator or Director's heirs, executors and administrators, against expenses actually and reasonably incurred by the Incorporator or Director, as well as against any amount paid upon a judgment in connection with any action, suit, or other proceeding, civil or criminal, to which the Incorporator or Director may be made a party by reason of having been an Incorporator or Director of this corporation.
- B. This indemnification is being given because the Incorporator or Directors will be requested by the corporation to act for and on behalf of the corporation and for the corporation's benefit.
- C. This indemnification shall not be exclusive of other rights to which the Incorporator or Directors may be entitled.
- D. The Incorporator and Directors shall be entitled to the fullest indemnification allowed by the current law or as the law may be amended hereafter.
- E. An Incorporator or Director shall be liable to the corporation for the following actions:
 - 1. A breach of the Incorporator or Director's duty of loyalty to the corporation, or to its members;
 - 2. An act or omission that was taken in bad faith and which constitutes a breach of the Incorporator or Director's duty to the corporation by an act that is grossly negligent, malicious, or intentional, as those terms are defined at law;
 - 3. A transaction in which the Incorporator or Director benefits to the detriment of the corporation or its members.
 - 4. An action for which the Incorporator or Director is liable at law and for which an indemnification is not allowed.

ARTICLE VIII. BYLAWS OF THE CORPORATION: The Board shall adopt the initial bylaws of the corporation by majority vote of the Directors present and voting at a meeting called for that purpose provided a quorum is present. Thereafter, any amendment, modification, rescission or creation of a bylaw shall require a two-thirds (2/3) majority vote of the Directors in favor of the change at

any regular meeting of the Board or at any special meeting called for that purpose. The procedure for creating, amending, modifying, or rescinding bylaws shall be set forth in the bylaws.

ARTICLE IX. AMENDMENT OF THE ARTICLES OF INCORPORATION:

These Articles of Incorporation may be amended, modified, or rescinded by a two-thirds (2/3) majority vote of the entire Board of Directors. The vote for the amendment, modification, or rescission of these Articles of Incorporation may take place at any regular meeting of the Board of Directors or at any special meeting called for that purpose.

ARTICLE X. REGISTERED AGENT:

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Name: James Wood
Address: 17832 Glennap Drive, Land O' Lakes, Fl. 34638


Required Signature of Registered Agent

6/28/13
Date

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TALLAHASSEE, FLORIDA

ARTICLE XI. INCORPORATOR:

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Name: James Wood
Address: 17832 Glennap Drive, Land O' Lakes, Fl. 34638


Required Signature of Incorporator

6/28/13
Date